



0100655031

One James Center
Richmond, Virginia 23219
Telephone: (804) 782-1593

LOUIS G. RECHER
Assistant General Counsel

June 13, 1995

Vernon A. Williams, Secretary
Interstate Commerce Commission
12th Street and Constitution Avenue, N.W.
Washington, D.C. 20423

RECORDATION NO. 11906-E
FILED 1455
JUN 15 1995 3 20 PM
INTERSTATE COMMERCE COMMISSION

Dear Mr. Williams:

On behalf of CSX Transportation, Inc. ("CSXT"), enclosed for filing and recordation under 49 U.S.C. § 11303(a) and the regulations promulgated thereunder are four (4) counterparts of a Release and Satisfaction and Bill of Sale, dated as of June 2, 1995, executed by The Bank of New York, as Successor Trustee to Mercantile-Safe Deposit and Trust Company, as Trustee under a certain Equipment Trust Agreement, dated as of June 2, 1980, between Mercantile-Safe Deposit and Trust Company, the Clinchfield Railroad, Seaboard Coast Line Railroad Company and the Louisville and Nashville Railroad Company, predecessors to CSXT. The Equipment Trust Agreement was filed with the Interstate Commerce Commission on June 12, 1980, and assigned Recordation No. 11906.

The names and addresses of the parties are as follows:

Trustee: The Bank of New York
101 Barclay Street - 21st Floor
New York, New York 10286

CSXT: CSX Transportation, Inc.
500 Water Street
Jacksonville, Florida 32202

RECEIVED
OFFICE OF THE
SECRETARY
JUN 15 3 17 PM '95
LICENSING BRANCH

Enclosed is a check in the amount of \$21.00 in payment of the filing fee.

Once this filing has been made, please return to the undersigned time-stamped copies of the Release not needed for your files, together with a time-stamped copy of this letter of transmittal (which is attached for your convenience), the fee receipt and a copy of the letter from the Interstate Commerce Commission acknowledging the filing.

Thanking you in advance for your assistance, I am

Very truly yours,

Louis G. Recher

LGR/dlf

Copy - John C. Eccleston



Interstate Commerce Commission
Washington, D.C. 20423-0001

6/18/95

Office Of The Secretary

Louis G. Recher
Assistant General Counsel
CSX Corporation
One James Center
Richmond, Virginia 23219

Dear Sir:

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 6/15/95 at 3:20PM, and assigned recordation number(s). 11906-E and 11911-B.

Sincerely yours,

Vernon A. Williams
Secretary

Enclosure(s)

(0100655029)
(0100655031)

\$ 42.00 The amount indicated at the left has been received in payment of a fee in connection with a document filed on the date shown. This receipt is issued for the amount paid and in no way indicates acknowledgment that the fee paid is correct. This is accepted subject to review of the document which has been assigned the transaction number corresponding to the one typed on this receipt. In the event of an error or any questions concerning this fee, you will receive a notification after the Commission has had an opportunity to examine your document.

Signature

RELEASE AND SATISFACTION AND BILL OF SALE

CLINCHFIELD RAILROAD EQUIPMENT TRUST, SERIES J, OF 1980

DATED AS OF JUNE 2, 1980

KNOW ALL MEN BY THESE PRESENTS that The Bank of New York, as Successor Trustee to Mercantile-Safe Deposit and Trust Company, Trustee, under a certain Equipment Trust Agreement dated as of June 2, 1980 between Mercantile-Safe Deposit and Trust Company, Trustee, the Clinchfield Railroad, Seaboard Coast Line Railroad Company and Louisville and Nashville Railroad Company said Agreement establishing Clinchfield Railroad Equipment Trust of 1980, Series J, hereby certifies that all of the \$10,695,000.00 principal amount of 11.00 % Equipment Trust certificates and dividend warrants appertaining thereto issued under said Equipment Trust, have been fully paid or payment duly provided for, and all of the obligations under said Equipment Trust, have been fully complied with and performed.

WHEREFORE, in consideration of One Dollar (\$1.00) and other valuable consideration:

The Bank of New York, as Successor Trustee to Mercantile Safe Deposit and Trust Company does hereby declare said Equipment Trust Agreement dated as of June 2, 1980 to be satisfied and canceled and does consent that the same be discharged of record, and further The Bank of New York does hereby sell, assign, convey, transfer, set over, release and quitclaim without warranty or guaranty of any kind, express or implied, unto CSX Transportation, Inc. (successor by merger to the Clinchfield Railroad) all of its rights, title, and interest in and to all of the railroad equipment of every character included in the Equipment Trust Agreement dated as of June 2, 1980 and now held by The Bank of New York.

IN WITNESS WHEREOF, The Bank of New York has caused these presents to be executed in its name by one of its Vice Presidents thereunto duly authorized and its corporate seal to be hereunto affixed and attested by its Assistant Treasurer as of this 2nd day of June, 1995.

ATTEST:

THE BANK OF NEW YORK as
Successor Trustee to
MERCANTILE-SAFE DEPOSIT AND
TRUST COMPANY, as Trustee

By: [Signature]

By: [Signature]

Vice President

STATE OF NEW YORK)
) SS.:
CITY OF NEW YORK)

On this 2nd day of June 1995,
before me personally appeared WALTER N. GITLIN, to me
personally known, who, being by me duly sworn, says that he
is a Vice President of The Bank of New York, that the seal
affixed to the foregoing instrument is the seal of said
corporation, that said instrument was signed and sealed on
behalf of the corporation, by authority of its Board of
Directors and he acknowledged that the execution of the
foregoing instrument was the free act and deed of said
corporation.


Notary Public

RELSALEH

WILLIAM J. CASSELS
Notary Public, State of New York
No. 01CA5027729
Qualified in Bronx County
Certificate Filed in New York County
Commission Expires May 16, 1996

